

To,

26<sup>th</sup> September, 2022

USA

The Manager,  
Department of Corporate Relations,  
BSE Limited,  
P J Towers, Dalal Street,  
Fort, Mumbai- 400001.

Dear Sir,

Sub: Outcome of the 28<sup>th</sup> Annual General Meeting:

With reference to the above stated subject and in compliance with Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we bring to your kind notice the proceedings of 28<sup>th</sup> Annual General Meeting of B2B Software Technologies Limited.

**Proceedings of 28<sup>th</sup> Annual General Meeting:**

The 28<sup>th</sup> Annual General Meeting (AGM) of the Members of B2B Software Technologies Limited ('the Company') was held on Monday, 26<sup>th</sup> September, 2022 at 10.00 AM (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM). The Company while conducting the meeting has complied with the applicable MCA circulars and SEBI Circulars.

**Members present through Video Conferencing: 45**

Mrs. Jyoti Mantri, Company Secretary & Compliance Officer welcomed the Members and Directors to the 28<sup>th</sup> Annual General Meeting. The requisite quorum being present, Mrs. Jyoti Mantri, Company Secretary of the Company called the meeting to order.

Mr. Bala Subramanyam Vanapallii, Executive Director and Chairman for the meeting introduced the Directors present for the meeting as mentioned below.

S.No	Name of the Director	Designation
1	Mr. Ram Babu Mutyala	Independent Director, Chairman of the Audit Committee
2	Mr. Arumilli Rambabu	Independent Director, Chairman of Nomination and Remuneration Committee
3	Mr. Suresh Chode	Director

However, Dr. Y. Satyanarayana, Director and Ms. Rajeshwari Immani, Independent Women Director and Chairman of the Stakeholders Relationship Committee have expressed her inability to join the Meeting.

**For B2B Software Technologies Limited**

  
Executive Director  
(DIN : 08393503)

The Chairman of the Audit Committee and Nomination and Remuneration Committee were present in the meeting. Mr. R R Dakshina Murthy, partner of M/s. Uma Maheswara Rao & Co., the Statutory Auditors, and Mr. Devata Sri Manikya Ram, Practicing Company Secretary, Secretarial Auditor and who was also appointed as the Scrutinizer for conducting the voting process through e-voting, were also present from their respective locations.

The Chairman then addressed the members by explaining the economic scenario, impact of COVID-19 on the company and economy as a whole, steps taken by the Company to ensure safety of the employees and also about the performance of the Company for the financial year ended March 31, 2022.

The Company Secretary informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015, the Company has extended e-voting facility to its members in respect of all the businesses items to be transacted at the 28<sup>th</sup> Annual General Meeting of the Company. The e-voting commenced on Friday, 23<sup>rd</sup> September, 2022 at 9:00 A.M and concluded on Sunday, 25<sup>th</sup> September, 2022 at 5:00 P.M.

The Company Secretary informed the members, who have not cast their Vote through e-voting facility, to cast their votes in respect of all the resolutions proposed in the notice during the AGM.

With the permission of the members, the Company Secretary took the Statutory Auditor's Report as read since the report given by the Statutory Auditor stands free from qualifications, observations or any adverse remarks. However, since the Secretarial Audit report was qualified the Company Secretary read out qualifications raised by the Secretarial Auditor and the replies given by the management in the Directors Report.

The following items of business, as per the Notice of AGM dated 10<sup>th</sup> August, 2022 were taken up by the Company Secretary at the meeting:

Item No.	Details of Agenda Item	Type of Resolution
1	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2022, including the audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year ended on that date along with the Cash Flow Statement and the reports of the Board of Directors ('the Board') and Auditors thereon	Ordinary Resolution
2	To appoint a Director in place of Mr. Suresh Chode (DIN: 03473921) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Resolution
3.	Appointment of M/s Jawahar & Associates (FRN: 0012815) as the Statutory Auditors of the Company for a period of 5 years to hold office from the conclusion of the 28 <sup>th</sup> Annual General Meeting till the conclusion of the 33 <sup>rd</sup> Annual General Meeting.	Ordinary Resolution
4.	Payment of performance bonus to Mr. Bala Subramanyam Vanapallii (DIN 06399503) Whole-time Director for the Financial Year 2021 – 22	Special Resolution

For B2B Software Technologies Limited  
 Executive Director  
 (DIN : 03492593)

5.	Re classification of Members of the Promoter Group of the Company	Ordinary Resolution
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The Company Secretary invited the members who had registered as speakers to speak / ask questions or express their views. The members who had registered as speakers expressed their views and raised a few questions. Mr. Bala Subramanyam Vanapallii, Chairman of the meeting, replied to the queries and provided necessary clarifications to the Members.

The Combined votes of remote e-voting and votes received after the AGM shall be scrutinized by the scrutinizer and the results will be announced for each resolution within 48 hours from the conclusion of the Annual General meeting. The results and Scrutinizers report shall also be placed on the website of the Company and on the e-voting platform of CDSL and BSE Limited.

The Company Secretary instructed the moderator to keep the e-Voting window open for 15 minutes and requested the members who had not already cast their vote to cast the same.

Mrs. Jyoti Mantri, Company Secretary affirmed that the Annual General meeting has been convened in Compliance with the provisions of the Companies Act, 2013, MCA circular for conduction meeting through Video Conference and the Secretarial Standards on General Meeting issued by Institute of Company Secretary of India.

The Company Secretary thanked the members for the support to the Company and declared the meeting as closed.

The meeting concluded at 10.36 A.M

This is for your information and records.

Yours truly,

For **B2B Software Technologies Limited**



**V. Bala Subramanyam**  
Executive Director  
DIN: 06399503

